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between the parties hereto under which Seller will have any right to regain ownership of the Stations in the future.

(c) Except in connection with negotiation of this Asset Purchase Agreement, there is and has been no business relationship between Buyer and Seller.

(d) There is no family or social relationship between Seller and any principal of Buyer.

11.8 Effective Date. Notwithstanding any other provision of this Agreement, this Agreement shall not be effective and shall not be binding upon either party until the earlier of (a) notification to Seller from Buyer that all schedules and other information necessary for Buyer to perform its due diligence have been received, reviewed and deemed to be satisfactory or (b) thirty (30) days following the provision, by Seller to Buyer, of all schedules and other information required by the terms of this Agreement to be provided to Buyer.

IN WITNESS WHEREOF, this Agreement has been executed by Buyer and Seller as of the date first above written.

WITNESS:

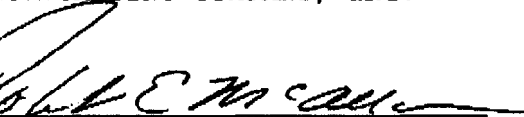

GERARD A. TURRO, Seller

ATTEST:

PRESS BROADCASTING COMPANY, INC.

By:

Title:

**DISMISSED OR DENIED APPLICATIONS**

The dismissed or denied applications of in which the proposed assignor had an interest are listed below. No FCC license in which the proposed assignor has had an interest has been revoked

APPLICATION	ACTION	COMMENTS
Oakland, NJ translator BPFT-940613TE		Dismissal requested October 11, 1994
Randolph, NJ BPFT-880205TA	Dismissed September 8, 1989	Dismissal on engineering grounds
Hoboken, NJ BPFT-880323	Dismissed October 11, 1989	Dismissal on engineering grounds
Edgewater, NJ BPFT-880324TG	Dismissed September 8, 1989	Dismissal on engineering grounds

# ANTI-DRUG ABUSE ACT CERTIFICATION

The applicant certifies that, in the case of an individual applicant, he or she is not subject to a denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 853a, or, in the case of a non-individual applicant (e.g. corporation, partnership or other unincorporated association), no party to the application is subject to a denial of federal benefits pursuant to that section. For the definition of a "party" for these purposes, see 47 C.F.R. § 1.2002(b).

☒ Yes

☐ No

Gerard A. Turro

Name of Applicant	Signature
September 11, 1996	Title
Date	

## Section II

## Assignee/Transferee

## 1. Name of Assignee/Transferee

## Street Address (or other identification)

PRESS BROADCASTING COMPANY, INC.

3 6 0 1 Highway 6 6 - Box 1550

Telephone No.

(Include Area Code)

908-922-2800

City

State

ZIP Code

Neptune

NJ

07754

## 2. Assignee/Transferee is: (check one of the following)

☐ an individual☐ a general partnership☐ a limited partnership☒ a corporation☐ other (explain)3. If the applicant is an unincorporated association or a legal entity other than an individual, partnership or corporation, describe in attached Exhibit No. DNA the nature of the applicant.

## 4. (a) Is the applicant in compliance with the provisions of Section 310 of the Communications Act of 1934, as amended, relating to interests of aliens and foreign governments?

☒ YES ☐ NO

## (b) Will any funds, credit, or other consideration for construction, purchase or operation of the station be provided by aliens, foreign entities, domestic entities controlled by aliens, or their agents?

☐ YES ☒ NOIf Yes, provide particulars as attached Exhibit No. DNA

## 5. (a) Has an adverse finding been made, adverse final action taken or consent decree approved by any court or administrative body as to the applicant or any party to the application in any civil or criminal proceeding brought under the provisions of any law related to the following: any felony; lotteries, unlawful restraints or monopolies; unlawful combinations, contracts or agreements in restraint of trade; the use of unfair methods of competition; fraud; unfair labor practices; or discrimination? (See Instruction 9 for the definition of a "party" to this application.)

☐ YES ☒ NO(b) Is there now pending in any court or administrative body any proceeding involving any of the matters referred to in 5.(a)? ☐ YES ☐ NO  
DNAIf the answer to (a) or (b) above is Yes, attach as Exhibit No. DNA, a full disclosure concerning the persons and matters involved, identifying the court or administrative body and the proceeding (by dates and file numbers), stating the facts upon which the proceeding was based or the nature of the offense committed, and disposition or current status of the matter.

## 6. The applicant certifies that sufficient net liquid assets are on hand or available from committed sources to consummate the transaction and operate the facilities for three months.

☒ YES ☐ NO

## 7. The applicant certifies that:

(a) it has a reasonable assurance of present commitments from each donor, from each party agreeing to furnish capital, from each bank, financial institution or others agreeing to lend funds, and from each equipment supplier agreeing to extend credit;

(b) it has determined that a reasonable assurance exists that all such sources (excluding banks, financial institutions and equipment suppliers) have sufficient net liquid assets to meet these commitments; and

(c) it can and will meet all contractual requirements as to collateral, guarantees, and capital investment or donations.

☒ YES ☐ NO

## Section II (page 2)

## Assignee/Transferee

## FOR LOW POWER TELEVISION APPLICANTS ONLY DNA

8. Low power television stations must offer a broadcast program service (a nonprogram service is not permitted). Attach as Exhibit No. \_\_\_\_\_ a brief description, in narrative form, of the proposed program service.

9. Does the low power television applicant propose to employ five or more full time employees? ☐ YES ☐ NO

If the answer is Yes, the applicant must include an EEO program called for in the separate Five Point Model EEO Program (attached).

## CERTIFICATION

THE ASSIGNEE/TRANSFeree hereby waives any claim to the use of any particular frequency as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application. (See Section 304 of the Communications Act of 1934, as amended.)

The ASSIGNEE/TRANSFeree acknowledges that all its statements made in this application and attached exhibits are considered material representations, and that all of its exhibits are a material part hereof and are incorporated herein.

The ASSIGNEE/TRANSFeree represents that this application is not filed by it for the purpose of impeding, obstructing or delaying determination on any other application with which it may be in conflict.

In accordance with Section 1.65 of the Commission's Rules, the ASSIGNEE/TRANSFeree has a continuing obligation to advise the Commission, through amendments, of any substantial and significant changes in the information furnished.

WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND IMPRISONMENT  
U.S. CODE, TITLE 18, SECTION 1001

I certify that the assignee's/transferee's statements in this application are true, complete, and correct to the best of my knowledge and belief, and are made in good faith.

Signed and dated this 11th day of September 1996

PRESS BROADCASTING COMPANY, INC.

Name of Assignee/Transferee

Robert E. McCall

Signature

President

Title

United States of America  
Federal Communication Commission  
Washington, D.C. 20554

MODEL EEO PROGRAM

PRESS BROADCASTING COMPANY, INC. 3601 Highway 66 - Box 1550  
1. Name of Applicant Street Address  
Neptune NJ 07754 908-922-2800  
City State Zip Code Telephone No.  
(Include Area Code)

2. This form is being submitted in conjunction with:

☐ Application for Construction Permit  
for New Station

☒ Application for Assignment of License

☐ Application for Transfer of Control

(a) Call letters (or channel number or frequency)

(b) Community of License

City

State

FM Translator Station W276AQ, Fort Lee, New Jersey  
FM Translator Station W232AL, Pomona, New York

INSTRUCTIONS

Applicants seeking authority to construct a new low power television broadcast station, applicants seeking authority to obtain assignment of the construction permit or license of such a station, and applicants seeking authority to acquire control of an entity holding such construction permit or license are required to afford equal employment opportunity to all qualified persons and to refrain from discriminating in employment and related benefits on the basis of race, color, religion, national origin or sex. See Section 73.2080 of the Commission's Rules. Pursuant to these requirements, an applicant who proposes to employ five or more fulltime station employees must establish a program designed to assure equal employment opportunity for women and minority groups (that is, Blacks not of Hispanic origin, Asians or Pacific Islanders, American Indians or Alaskan Natives and Hispanics.) This is submitted to the Commission as the Model EEO Program. If minority group representation in the available labor force is less than five percent (in the aggregate), a program for minority group members is not required. In such cases, a statement so indicating must be set forth in the EEO model program. However, a program must be filed for women since they comprise a significant percentage of virtually all area labor forces. If an applicant proposes to employ less than five fulltime employees, no EEO program for women or minorities need be filed.

Guidelines for a Model EEO Program and a Model EEO Program are attached.

NOTE: Check appropriate box, sign the certification below and return to FCC:

☒ Station will employ less than 5 fulltime employees; therefore no written program is being submitted.

☐ Station will employ 5 or more fulltime employees. Our 5 point program is attached.

## CERTIFICATION

I certify that the statements made herein are true, complete, and correct to the best of my knowledge and belief, and are made in good faith.

Signed and dated this 11th day of Sept., 19 96

PRESS BROADCASTING COMPANY, INC.

Robert E. McAllister  
Signature

President  
Title

WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND IMPRISONMENT  
U.S. CODE, TITLE 18, SECTION 1001

EXHIBIT TO ASSIGNEE'S PORTION  
OF FCC FORM 345

The parties to this application have executed a Letter of Intent and a definitive Asset Purchase Agreement relating to the proposed assignment of the licenses of FM translator Stations W276AQ, Fort Lee, New Jersey and W232AL, Pomona, New York. The proposed assignment is being undertaken pursuant to the Commission's Memorandum Opinion and Order, DA 96-1292, released August 13, 1996.

In connection with this transaction, Press Broadcasting Company, Inc. ("Press"), the proposed assignee, certifies that:

1. There is and will be no written or unwritten agreement under which Press or any person or entity affiliated with Press will be obligated to rebroadcast any given FM station over either or both of the translator stations which are the subject of this application. Press's obligations to pay the purchase price for the translator stations will be unaffected by the identity of the stations rebroadcast by the translators or by the existence or non-existence of the network programming service presently offered by a company controlled by Gerard A. Turro, the licensee and proposed assignor of the translators. Press's ability to fulfill its obligations under the Letter of Intent (and the Asset Purchase Agreement to be entered into pursuant thereto) will be similarly unaffected by the identity of the stations rebroadcast by the translators or by the existence or non-existence of Mr. Turro's network programming service.
2. There is and will be no written or unwritten agreement under which Mr. Turro will have a right to regain, directly or indirectly, ownership or control of the translators in the future.
3. Except in connection with the negotiation of the sale of the translator stations proposed herein, there is and has been no business relationship between Mr. Turro and Press. There is no family or social relationship between Mr. Turro and any principal of Press.